

United States Bankruptcy Court Northern District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>Post 240 Partners, LP</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>Festival Retail Fund 1 228 Post Street, LP</b>		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>26-041812</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): <b>228-240 Post Street</b> <b>San Francisco, California</b>		Street Address of Joint Debtor (No. & Street, City, and State):
		ZIP CODE <b>94108</b>
County of Residence or of the Principal Place of Business: Los Angeles		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>9841 Airport Boulevard, Suite 700</b> <b>Los Angeles, CA</b>		Mailing Address of Joint Debtor (if different from street address):
		ZIP CODE <b>90045</b>
Location of Principal Assets of Business Debtor (if different from street address above): <b>228-240 Post Street, San Francisco, California</b>		
<b>Type of Debtor</b> (Form of Organization) (Check one box.)	<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13
<b>Tax-Exempt Entity</b> (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.		<b>Check one box:</b> <b>Chapter 11 Debtors</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ).  <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input checked="" type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Debts</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input checked="" type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<b>Voluntary Petition</b> (This page must be completed and filed in every case)		Name of Debtor(s): <b>Post 240 Partners, LP</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)			
Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet.)			
Name of Debtor: <b>Post Street LLC</b>	Case Number: <b>11-32255</b>	Date Filed: <b>6/15/11</b>	
District: <b>Northern District of California (San Francisco Division)</b>	Relationship: <b>Affiliate</b>	Judge: <b>Thomas E. Carlson</b>	
<b>Exhibit A</b>		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.)	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b> Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No			
<b>Exhibit D</b> (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  (Name of landlord that obtained judgment) _____ (Address of landlord) _____			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Post 240 Partners, LP</b>
<b>Signatures</b>		
<b>Signature(s) of Debtor(s) (Individual/Joint)</b> I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).		<b>Signature of a Foreign Representative</b> I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.  (Check only one box)
<input checked="" type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.		<input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.
X _____ Signature of Debtor		X _____ (Signature of Foreign Representative)
X _____ Signature of Joint Debtor		_____ (Printed Name of Foreign Representative)
_____ Telephone Number (If not represented by attorney)		_____ Date
<b>Date</b> _____ <b>Signature of Attorney*</b> <input checked="" type="checkbox"/> <b>/s/ H. Alexander Fisch</b> Signature of Attorney for Debtor(s) <b>H. Alexander Fisch</b> Printed Name of Attorney for Debtor(s) <b>Stutman, Treister &amp; Glatt Professional Corporation</b> Firm Name <b>Jeffrey C. Krause (SBN 94053)</b> <b>Eric D. Goldberg (SBN 157544)</b> <b>H. Alexander Fisch (SBN 223211)</b> <b>Stutman, Treister &amp; Glatt Professional Corporation</b> <b>1901 Avenue of the Stars, 12th Floor</b> <b>Los Angeles, CA 90067</b> Address <b>(310) 228-5600 Fax:(310) 228-5788</b> Telephone Number <b>October 19, 2011</b> Date *In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.		<b>Signature of Non-Attorney Bankruptcy Petition Preparer</b> I declare under penalty of perjury that 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official form 19 is attached.
_____ Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.		_____ Printed Name and title, if any, of Bankruptcy Petition Preparer Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.) _____ Address X _____ _____ Date Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above. Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.
<i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</i>		

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA

Post 240 Partners, LP, Debtor

Case No. \_\_\_\_\_

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is a list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with FED. R. Bankr. P. 1007(d) for the filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. §101(30) or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	C O N T I N G E N T •	U N L I Q U I D A T E D *	D I S P U T E D *	S U B J E C T O S E T O F F *	AMOUNT OF CLAIM (If secured also state value of security)
Cushman & Wakefield of California One Maritime Plaza #900 San Francisco, CA 94111	Attn: Accounts Receivable Manager Cushman & Wakefield of California One Maritime Plaza #900 San Francisco, CA 94111 Tel: 415-397-1700	Trade debt					\$500,626.37

\* The following information is based upon a review of the debtor's books and records. However, no comprehensive legal and/or factual investigations with regard to possible defenses or counterclaims to the below-listed claims have been completed. Therefore, this listing does not and should not be deemed to constitute: (1) a waiver of any defense, counterclaim or offset to the below-listed claims; (2) an acknowledgment of the allowability of any of the below-listed claims; and/or (3) a waiver of any other right or legal position of the debtor.

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONT	UNL	DIS	SUB	JECT	AMOUNT OF CLAIM (If secured also state value of security)
			ING	QUI	PUTE	TO	SET	
ENT	IDE	ED*	OFF	TO	FF*			
Festival Management Corp. 9841 Airport Blvd., #700 Los Angeles, CA 90045	Attn: Accounts Receivable Manager Festival Management Corp. 9841 Airport Blvd., #700 Los Angeles, CA 90045 Tel: 310-665-9600	Trade debt						\$278,744.92
Lurie, Zepeda, Schmalz & Hogan 9107 Wilshire Blvd., Suite 800 Beverly Hills, CA 90210	Attn: Accounts Receivable Manager Lurie, Zepeda, Schmalz & Hogan 9107 Wilshire Blvd., Suite 800 Beverly Hills, CA 90210 Tel: 310 274-8700	Legal Services						\$165,800.00
Schulte Roth & Zabel 919 Third Avenue New York, NY 10022	Attn: Accounts Receivable Manager Schulte Roth & Zabel 919 Third Avenue New York, NY 10022 Tel: 319-365-9461	Legal Services						\$46,987.22
The Gap Inc. 2 Folsom Street San Francisco, CA 94105	Attn: Accounts Receivable Manager The Gap Inc. 2 Folsom Street San Francisco, CA 94105 Tel: 415391-8826	Rent Overpayment						\$44,533.83
Deloitte & Touche LLP 350 S. Grand Avenue, Suite 200 Los Angeles, CA 90071-3462	Attn: Accounts Receivable Manager Deloitte & Touche LLP 350 S. Grand Avenue, Suite 200 Los Angeles, CA 90071-3462 Tel: 213-688-5198	Audit and Tax Services						\$19,380.00
Nossaman LLP 50 California Street, 24 <sup>th</sup> Floor San Francisco, CA 94111	Attn: Accounts Receivable Manager Nossaman LLP 50 California Street, 24 <sup>th</sup> Floor San Francisco, CA 94111 Tel: 415-398-3600	Legal Services						\$11,688.78
City Mechanical, Inc. 724 Alfred Nobel Drive Hercules, CA 94547	Attn: Accounts Receivable Manager City Mechanical, Inc. 724 Alfred Nobel Drive Hercules, CA 94547 Tel: 510-724-9088	Trade debt						\$10,559.58
Festival Retail Fund Management 9841 Airport Blvd., #700 Los Angeles, CA 90045	Attn: Accounts Receivable Manager Festival Retail Fund Management 9841 Airport Blvd., #700 Los Angeles, CA 90045 Tel: 310-665-9600	Trade debt						\$6,395.03

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	CONT	UNL	DIS	SUB	JECT	AMOUNT OF CLAIM (If secured also state value of security)
			ING	QUI	PUTE	TO	SET	OFF
International Cleaning Services One Sutter St., Suite 808 San Francisco, CA 94104	Attn: Accounts Receivable Manager International Cleaning Services One Sutter St., Suite 808 San Francisco, CA 94104 Tel: 415-433-2191	Trade debt						\$3,139.21
Carter Brothers 500 W. Cypress Creek Road #650 Fort Lauderdale, FL 33309	Attn: Accounts Receivable Manager Carter Brothers 500 W. Cypress Creek Road #650 Fort Lauderdale, FL 33309 Tel: 800-873-3392	Trade debt						\$2,693.00
Mercury Maintenance One Sutter Street # 808 San Francisco, CA 94104	Attn: Accounts Receivable Manager Mercury Maintenance One Sutter Street # 808 San Francisco, CA 94104 Tel: 415-433-0509	Trade debt						\$73.00
KSW Architecture & Planning 245 Vallejo Street San Francisco, CA 94111	Attn: Accounts Receivable Manager KSW Architecture & Planning 245 Vallejo Street San Francisco, CA 94111 Tel: 415-392-8969	Trade debt						\$1,375.00
ThyssenKrupp Elevator P.O. Box 933013 Atlanta, GA 31193	Attn: Accounts Receivable Manager ThyssenKrupp Elevator P.O. Box 933013 Atlanta, GA 31193 Tel: 415-544-8150	Trade debt						\$3,050.50
A Total Fire Protection 3075 Alhambra Drive, Suite 205 Cameron Park, CA 95682	Attn: Accounts Receivable Manager A Total Fire Protection 3075 Alhambra Drive, Suite 205 Cameron Park, CA 95682 Tel: 530-672-8496	Trade debt						\$175.00

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A LIMITED LIABILITY PARTNERSHIP**

The undersigned, an authorize agent of Post 240 Partners, LP, declares under penalty of perjury that he has read the foregoing of Creditors Holding 20 Largest Unsecured Claims, and that it is true and correct to the best of his information and belief.

DATED: October 19, 2011



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Mark Schurgin, President of General  
Partner FRF1 228 Post Street, LLC

United States Bankruptcy Court  
Northern District of California

In re Post 240 Partners, LP

Debtor(s)

Case No.  
Chapter

11

**CREDITOR MATRIX COVER SHEET**

I declare that the attached Creditor Mailing Matrix, consisting of 4 sheets, contains the correct, complete and current names and addresses of all priority, secured and unsecured creditors listed in debtor's filing and that this matrix conforms with the Clerk's promulgated requirements.

Date: October 19, 2011

  
\_\_\_\_\_  
Signature      Mark Schurgin  
Name/Title      President of General Partner FRF1 228  
                    Post Street, LLC

A Total Fire Protection  
3075 Alhambra Drive Suite 205  
Cameron Park, CA 95682

Carter Brothers  
500 W Cypress Creek Road No 650  
Fort Lauderdale, FL 33309

City Mechanical, Inc.  
724 Alfred Nobel Drive  
Hercules, CA 94547

Cushman and Wakefield of California  
One Maritime Plaza No 900  
San Francisco, CA 94111

Deloitte and Touche LLP  
350 S Grand Avenue Suite 200  
Los Angeles, CA 90071-3462

Employment Development Department  
State of California  
Bankruptcy Unit - MIC 92E  
P.O. Box 826880  
Sacramento, CA 94280-0001

Eurohypo AG  
1114 Avenue of the Americas  
New York, NY 10036

Festival Management Corp  
9841 Airport Blvd No 700  
Los Angeles, CA 90045

Festival Retail Fund Management  
9841 Airport Blvd No 700  
Los Angeles, CA 90045

Franchise Tax Board  
Bankruptcy Section, MS A -340  
P.O. Box 2952  
Sacramento, CA 95812-2952

Internal Revenue Service  
PO Box 7346  
Philadelphia, PA 19101-7346

International Cleaning Services  
One Sutter St Suite 808  
San Francisco, CA 94104

KSW Architecture and Planning  
245 Vallejo Street  
San Francisco, CA 94111

Lurie, Zepeda, Schmalz and Hogan  
91-7 Wilshire Blvd, Suite 800  
Beverly Hills, CA 90210

Mercury Maintenance  
One Sutter Street, Suite 808  
San Francisco, CA 94104

Nossaman LLP  
50 California Street, 34<sup>th</sup> Floor  
San Francisco, CA 94111

Office of The United States Trustee  
235 Pine Street  
Suite 700  
San Francisco, CA 94104-3401

Post Investors LLC  
c/o Square Mile Capital Management LLC  
450 Park Avenue  
New York, NY 10022

Schulte Roth and Zabel  
919 Third Avenue  
New York, NY 10022

Secretary of State  
State of California  
1500 - 11th Street  
Sacramento, CA 95814

State Board of Equalization  
State of California  
Account & Analysis & Control Section,  
MIC:29  
P.O. Box 942879  
Sacramento, CA 94279-0029

The Gap, Inc.  
2 Folsom Street  
San Francisco, CA 94105

ThyssenKrupp Elevator  
PO Box 933013  
Atlanta, GA 31193